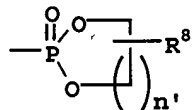
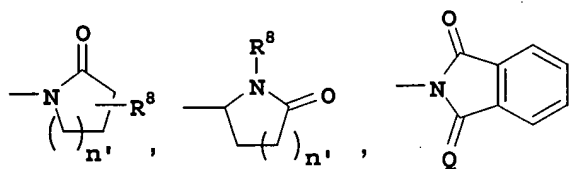


R^1 is alkynyl, alkoxy, alkenyloxy, alkynyloxy, (alkyl or aryl)₃Si (where each alkyl or aryl group is independent), cycloalkenyl, amino, alkylamino, dialkylamino, alkenylamino, alkynylamino, arylalkylamino, cycloheteroalkyl, cycloheteroalkylalkyl, heteroaryl, heteroarylamino, heteroaryloxy, arylsulfinyl, arylsulfonyl, thio, alkylthio, alkylsulfinyl, alkylsulfonyl, heteroarylthio, heteroarylsulfinyl, heteroarylsulfonyl, halogen, haloalkyl, polyhaloalkyl, polyhaloalkoxy, aminothio, aminosulfinyl, aminosulfonyl, alkylsulfonylamino, alkenylsulfonylamino, alkynylsulfonylamino, arylsulfonylamino, heteroarylsulfonylamino, heteroarylamincarbonyl, hydroxy, acyl, carboxy, alkylcarbonylamino, arylcarbonyloxy, arylcarbonylamino, heteroarylcarbonyloxy, heteroarylcarbonylamino, cyano, nitro, alkenylcarbonylamino, alkynylcarbonylamino, alkylaminocarbonylamino, alkenylaminocarbonylamino, alkynylaminocarbonylamino, arylaminocarbonylamino, heteroarylamincarbonylamino, alkoxycarbonylamino, alkenyloxycarbonylamino, alkynyloxycarbonylamino, aryloxycarbonylamino, heteroaryloxycarbonylamino, aminocarbonylamino, alkylaminocarbonyloxy, alkoxycarbonylamino, 1,1-(alkoxyl or aryloxy)₂alkyl (where the two aryl or alkyl substituents can be independently defined, or linked to one another to form a ring), $S(O)_2R^6R^7$, $-NR^6(C=NR^7)alkyl$, $-NR^6(C=NR^7)alkenyl$, $-NR^6(C=NR^7)alkynyl$, $-NR^6(C=NR^7)heteroaryl$, $-NR^8(C=NCN)-amino$,



pyridine-N-oxide,



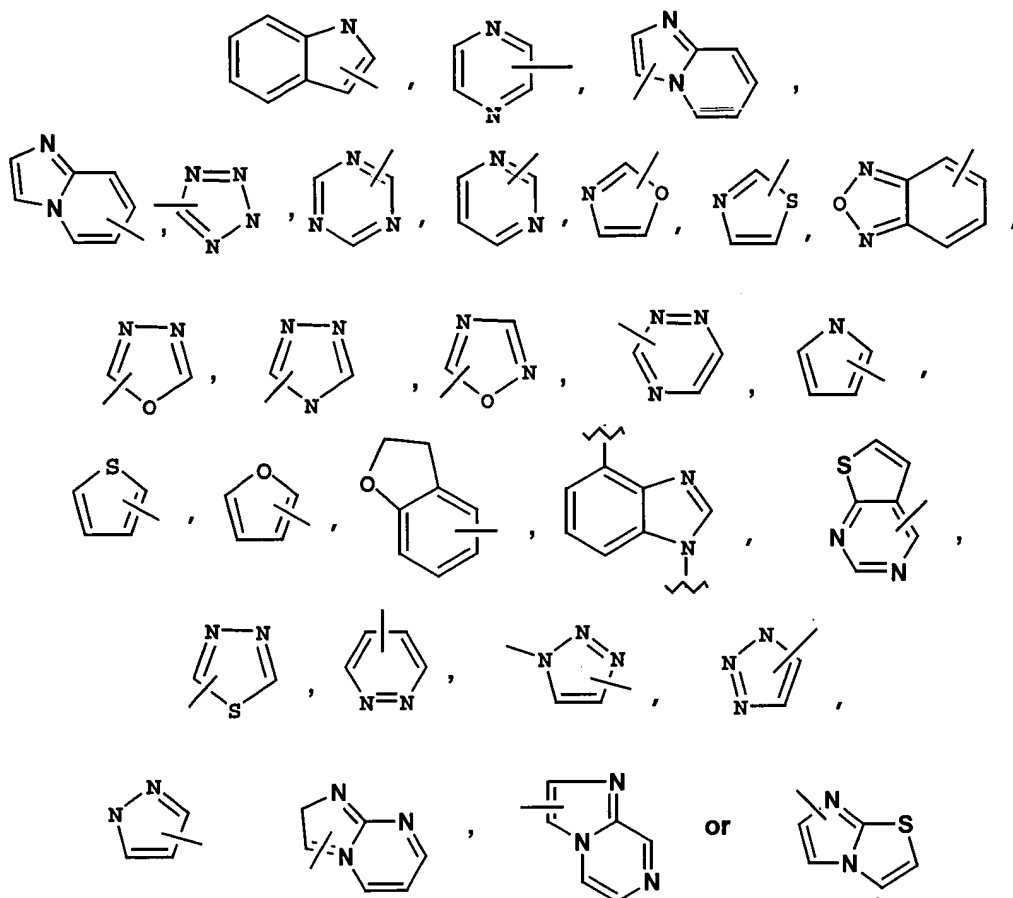
(where Q is O or H₂ and n' is 0, 1, 2 or 3) or

$-C(=NR^8R^9)CH=CH-C(=O)-R^{8a}$; tetrazolyl, pyrazolyl, thiazolyl, pyrimidinyl, imidazole, oxazole, or triazole, $-PO(R^{13})(R^{14})$, (where R^{13} and R^{14} are independently alkyl, aryl, alkoxy, aryloxy, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroarylalkoxy, cycloheteroalkyl, cycloheteroalkylalkyl, cycloheteroalkoxy, or cycloheteroalkylalkoxy);

R^6 , R^7 , R^8 , R^{8a} and R^9 are the same or different and are independently hydrogen, alkyl, haloalkyl, aryl, heteroaryl, arylalkyl, cycloalkyl, (cycloalkyl)alkyl, or cycloheteroalkyl;

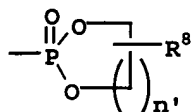
and R^1 may be unsubstituted or substituted with from one to five substituents;

and wherein the R¹ heteroaryl group is selected from

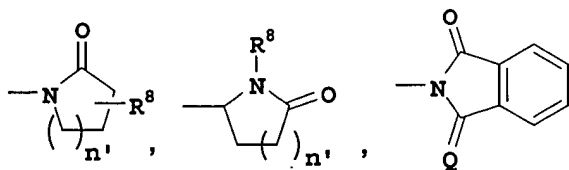


R², R³ and R⁴ are the same or different and are independently H, alkyl, alkenyl, alkynyl, alkoxy, alkenyloxy, alkynyloxy, (alkyl or aryl)₃Si (where each alkyl or aryl group is independent), cycloalkyl, cycloalkenyl, amino, alkylamino, dialkylamino, alkenylamino, alkynylamino, arylalkylamino, aryl, arylalkyl, arylamino, aryloxy, cycloheteroalkyl, cycloheteroalkylalkyl, heteroaryl, heteroarylamino, heteroaryloxy, arylthio, arylsulfinyl, arylsulfonyl, thio, alkylthio, alkylsulfinyl, alkylsulfonyl, heteroarylthio, heteroarylsulfinyl, heteroarylsulfonyl, halogen, haloalkyl, polyhaloalkyl, polyhaloalkoxy, aminothio, aminosulfinyl, aminosulfonyl, alkylsulfonylamino, alkenylsulfonylamino, alkynylsulfonylamino, arylsulfonylamino, heteroarylsulfonylamino, alkylaminocarbonyl, arylaminocarbonyl, heteroarylaminocarbonyl, hydroxy, acyl, carboxy, aminocarbonyl, alkylcarbonyl, alkoxy carbonyl, alkylcarbonyloxy, alkylcarbonylamino, arylcarbonyl, arylcarbonyloxy, arylcarbonylamino, heteroarylcarbonyl, heteroarylcarbonyloxy, heteroarylcarbonylamino, cyano, nitro, alkenylcarbonylamino, alkynylcarbonylamino, alkylaminocarbonylamino, alkenylaminocarbonylamino, alkynylaminocarbonylamino, arylaminocarbonylamino,

heteroarylamincarbonylamino, alkoxycarbonylamino, alkenyloxycarbonylamino, alkynyloxycarbonylamino, aryloxycarbonylamino, heteroaryloxycarbonylamino, aminocarbonylamino, alkylaminocarbonyloxy, alkoxycarbonylamino, 1,1-(alkoxy or aryloxy)₂alkyl (where the two aryl or alkyl substituents can be independently defined, or linked to one another to form a ring), S(O)₂R⁶R⁷, -NR⁶(C=NR⁷)alkyl, -NR⁶(C=NR⁷)alkenyl, -NR⁶(C=NR⁷)alkynyl, -NR⁶(C=NR⁷)heteroaryl, -NR⁸(C=NCN)-amino,



pyridine-N-oxide,

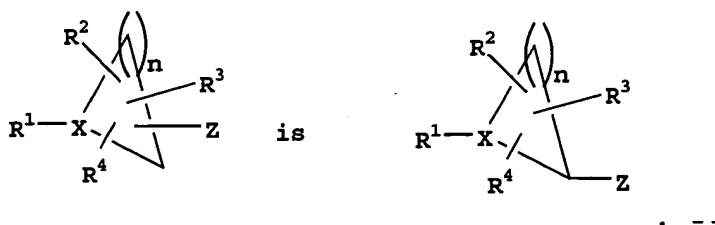


(where Q is O or H₂ and n' is 0, 1, 2 or 3) or

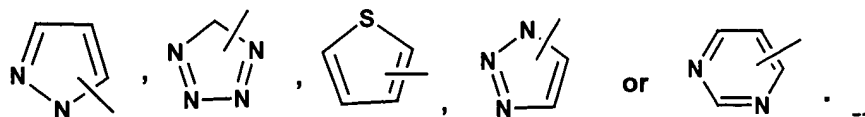
$\text{---C}(\text{NR}^8\text{R}^9)=\text{CH---C}(=\text{O})\text{---R}^{8a}$; tetrazolyl, pyrazolyl, pyridyl, thiazolyl, pyrimidinyl, imidazole, oxazole, or triazole, -PO(R¹³)(R¹⁴), (where R¹³ and R¹⁴ are independently alkyl, aryl, alkoxy, aryloxy, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroarylalkoxy, cycloheteroalkyl, cycloheteroalkylalkyl, cycloheteroalkoxy, or cycloheteroalkylalkoxy); and may be optionally independently substituted with from one to five substituents, which may be the same or different;

including pharmaceutically acceptable salts thereof, prodrugs thereof, and all stereoisomers thereof. --

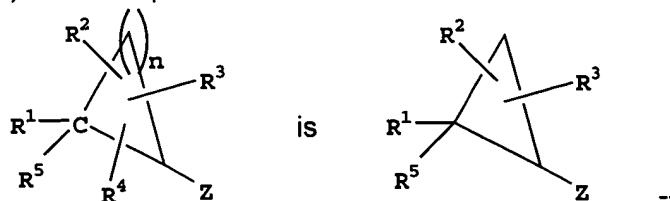
14. (Amended) The compound as defined in Claim I wherein the moiety



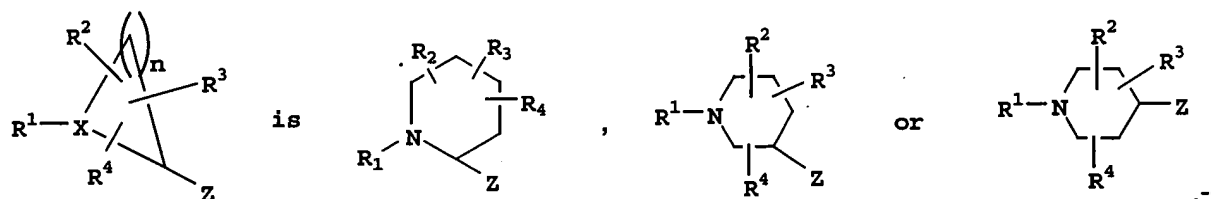
--19. (Twice Amended) The compound as defined in Claim I wherein the R¹ heteroaryl group is



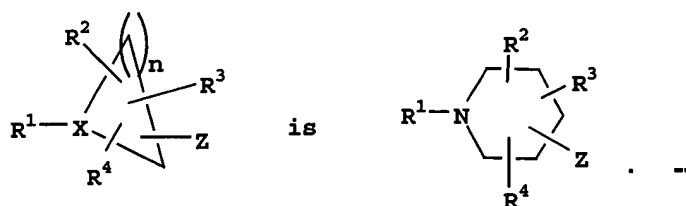
--21. (Ameded) The compounds as defined in Claim 11 wherein



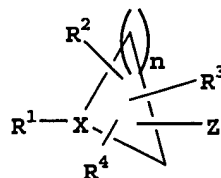
--22. (Twice Amended) The compound as defined in Claim 14 wherein



--24. (Twice Amended) The compound as defined in Claim 14 wherein




--64. (Amended) A compound having the structure



wherein n is 4;

X is N;

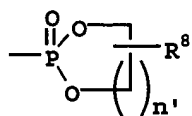
Z is a heteroaryl group;

R^1 is tetrazolyl, pyrazolyl, thiazolyl, pyrimidinyl, , oxazole, or triazole;

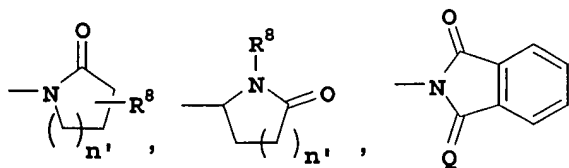
R^6 , R^7 , R^8 , R^{8a} and R^9 are the same or different and are independently hydrogen, alkyl, haloalkyl, aryl, heteroaryl, arylalkyl, cycloalkyl, (cycloalkyl)alkyl, or cycloheteroalkyl;

and R^1 may be unsubstituted or substituted with from one to five substituents;

R^2 , R^3 and R^4 are the same or different and are independently H, alkyl, alkenyl, alkynyl, alkoxy, alkenyloxy, alkynyloxy, (alkyl or aryl)₃Si (where each alkyl or aryl group is independent), cycloalkyl, cycloalkenyl, amino, alkylamino, dialkylamino, alkenylamino, alkynylamino, arylalkylamino, aryl, arylalkyl, arylamino, aryloxy, cycloheteroalkyl, cycloheteroalkylalkyl, heteroaryl, heteroarylamino, heteroaryloxy, arylthio, arylsulfinyl, arylsulfonyl, thio, alkylthio, alkylsulfinyl, alkylsulfonyl, heteroarylthio, heteroarylsulfinyl, heteroarylsulfonyl, halogen, haloalkyl, polyhaloalkyl, polyhaloalkoxy, aminothio, aminosulfinyl, aminosulfonyl, alkylsulfonylamino, alkenylsulfonylamino, alkynylsulfonylamino, arylsulfonylamino, heteroarylsulfonylamino, alkylaminocarbonyl, arylaminocarbonyl, heteroarylaminocarbonyl, hydroxy, acyl, carboxy, aminocarbonyl, alkylcarbonyl, alkoxycarbonyl, alkylcarbonyloxy, alkylcarbonylamino, arylcarbonyl, arylcarbonyloxy, arylcarbonylamino, heteroarylcarbonyl, heteroarylcarbonyloxy, heteroarylcarbonylamino, cyano, nitro, alkenylcarbonylamino, alkynylcarbonylamino, alkylaminocarbonylamino, alkenylaminocarbonylamino, alkynylaminocarbonylamino, arylaminocarbonylamino, heteroarylaminocarbonylamino, alkoxycarbonylamino, alkenyloxycarbonylamino, alkynyloxycarbonylamino, aryloxycarbonylamino, heteroaryloxycarbonylamino, aminocarbonylamino, alkylaminocarbonyloxy, alkoxycarbonylamino, 1,1-(alkoxy or aryloxy)₂alkyl (where the two aryl or alkyl substituents can be independently defined, or linked to one another to form a ring), $S(O)_2R^6R^7$, $-NR^6(C=NR^7)alkyl$, $-NR^6(C=NR^7)alkenyl$, $-NR^6(C=NR^7)alkynyl$, $-NR^6(C=NR^7)heteroaryl$, $-NR^8(C=NCN)-amino$,



pyridine-N-oxide,



(where Q is O or H₂ and n' is 0, 1, 2 or 3) or